

EXHIBIT B

Mendelsohn Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FTX TRADING LTD., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11068 (JTD)

(Jointly Administered)

**DECLARATION OF BRUCE MENDELSON IN SUPPORT OF
MOTION OF DEBTORS FOR ENTRY OF AN ORDER AMENDING THE
ORDER (I) AUTHORIZING AND APPROVING PROCEDURES FOR THE SALE
OR TRANSFER OF CERTAIN DE MINIMIS ASSETS AND FUND ASSETS, (II)
APPROVING ASSUMPTION, ASSIGNMENT AND REJECTION PROCEDURES
AND (III) GRANTING RELATED RELIEF**

I, Bruce Mendelsohn, hereby declare under penalty of perjury:

1. I am a Partner in the Advisory Group at Perella Weinberg Partners L.P. (“PWP”), a financial advisory firm that maintains an office at 767 5th Avenue, New York, New York 10153, and the Debtors’ investment banker. PWP is a full-service investment banking firm providing strategic and financial advisory services, including with respect to mergers and acquisitions, capital raising and restructuring transactions across a broad range of industries. PWP and its professionals have extensive experience with respect to the reorganization and restructuring of distressed companies, both out of court and in Chapter 11 proceedings.

2. I submit this declaration (the “Declaration”) in support of the *Motion of Debtors for Entry of an Order Amending the Order (I) Authorizing and Approving Procedures for the Sale or Transfer of Certain De Minimis Assets and Fund Assets, (II) Approving*

¹ The last four digits of FTX Trading Ltd.’s and Alameda Research LLC’s tax identification numbers are 3288 and 4063 respectively. Due to the large number of debtor entities in these Chapter 11 Cases, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ claims and noticing agent at <https://cases.ra.kroll.com/FTX>. The principal place of business of Debtor Emergent Fidelity Technologies Ltd is Unit 3B, Bryson’s Commercial Complex, Friars Hill Road, St. John’s, Antigua and Barbuda.

Assumption, Assignment and Rejection Procedures and (III) Granting Related Relief (the “Motion”).²

3. Except as otherwise indicated, all facts set forth in this Declaration are based upon: (i) my personal knowledge, information and belief, or my opinion based upon experience, knowledge and information concerning the Debtors; (ii) information learned from my review of relevant documents; and/or (iii) information supplied by members of the Debtors’ management, employees of PWP working directly with me or under my supervision, direction or control, and/or from the Debtors’ other professionals and advisors.

4. I am over the age of 18 and authorized to submit this Declaration on behalf of the Debtors. I am not being compensated for this testimony other than through payments to be received by PWP as a professional the Debtors have retained; none of those payments are specifically payable on account of this testimony. If I were called upon to testify, I could and would testify competently to the facts set forth in this Declaration.

5. It is my understanding that since entry of the De Minimis Order, the Debtors have paid an aggregate amount of Additional Investment Funding totaling approximately \$6,300,000. As of the filing of the Motion, based upon a review of the Debtors’ current Fund Assets, including the aggregation of Fund Assets held by certain Debtors subsidiaries, I understand that there is currently an aggregate amount of unfunded Capital Commitments totaling up to approximately \$19,000,000 within the coming months. Of this aggregate amount of unfunded Capital Commitments, Capital Calls have already been issued for an amount of approximately \$3,200,000 that are currently due and payable. The Debtors do not have discretion over the amount and date of the Capital Calls for the unfunded Capital

² Capitalized terms not otherwise defined herein are to be given the meanings ascribed to them in the Motion.

Commitments and a limited partner's failure to satisfy a Capital Call may impact the value of the limited partner's investment, including diminution of the value of the Debtors' Fund Assets. Thus, I believe that the increase of the Maximum Allowed Additional Investment Funding Amount from \$10,000,000 to \$40,000,000 ensures that the Debtors may take any necessary action to preserve value by satisfying any outstanding and future Capital Call without delay, including the payment of any additional amount of Additional Investment Funding without delay where any such amounts arise in addition to the approximately \$19,000,000 unfunded Capital Commitments that the Debtors are aware of, subject to the procedural requirements of the De Minimis Order, and is a valid exercise of the Debtors' sound business judgment.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: February 1, 2024

/s/ Bruce Mendelsohn
Bruce Mendelsohn
Partner
Perella Weinberg Partners L.P.